

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

In Re: RFC and RESCAP Liquidating
Trust Litigation

Case No: 13-cv-03451 (SRN/JJK/HB)

Original Case:
Residential Funding Company, LLC
v.
Lenox Financial Mortgage Corporation
Case No. 13-cv-03495 (ADM/FLN)

**STIPULATION BETWEEN
PLAINTIFF AND DEFENDANT
LENOX FINANCIAL MORTGAGE
CORPORATION REGARDING
SETTLEMENT DISCUSSIONS AND
MOTION TO AMEND ANSWER
AND FILE COUNTERCLAIMS**

The undersigned parties, Plaintiff Residential Funding Company, LLC and the ResCap Liquidating Trust (hereinafter collectively, “Plaintiff”) and Defendant Lenox Financial Mortgage Corporation (hereinafter, “Lenox,” and together with Plaintiff, the “Parties”), by and through their respective counsel of record, stipulate as follows:

WHEREAS, Defendant Lenox Financial Mortgage Corporation (“Lenox”) had intended to file a Motion for Leave to File an Amended Answer and Counterclaims to Plaintiff’s First Amended Complaint (hereinafter, the “Motion”) no later than December 31, 2015, pursuant to the Parties previously agreed upon briefing schedule, and to set it for hearing on January 20, 2016;

WHEREAS, in light of the Parties' desire to continue to engage in settlement discussions, Lenox has agreed not to file its Motion for hearing on January 20, 2016, and in the event the Motion is ultimately filed, Plaintiff has agreed not to argue the untimeliness of the Motion based on Lenox's agreement not to file the Motion in time to be heard on January 20, 2016; and

WHEREAS, Plaintiff reserves all rights to oppose Lenox's Motion on any other procedural and substantive grounds, including Lenox's failure to file the Motion before December 14, 2015, but otherwise agrees that Lenox should not be prejudiced by engaging in settlement discussions in lieu of bringing the Motion for hearing on January 20, 2016, or otherwise having any potential Rule 12 motion set after the other Defendants' counterclaims are challenged.

IT IS THEREFORE STIPULATED BY THE PARTIES AS FOLLOWS:

1. Lenox will not file a Motion for Leave to File an Amended Answer and Counterclaims to Plaintiff's First Amended Complaint (the "Motion") in time to be heard on January 20, 2016;
2. In the event Lenox subsequently files its Motion, Plaintiff will not argue the untimeliness of the Motion based on Lenox's agreement not to file the Motion for hearing on January 20, 2016; and
3. Plaintiff's rights to oppose the Motion on all other grounds are hereby preserved, including Lenox's failure to file the Motion before

December 14, 2015, but Lenox shall not be prejudiced by engaging in settlement discussions in lieu of bringing the Motion for hearing on January 20, 2016, or otherwise having any potential Rule 12 motion set after the other Defendants' counterclaims are challenged.

IT IS SO STIPULATED.

Dated: January 3, 2016

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Stipulation between Plaintiff and Defendant Lenox Financial Mortgage Corporation Regarding Settlement Discussions and Motion to File Amended Answer and Counterclaims continued.

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